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Arizona Corporation Commission

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BEFORE THE ARIZONA CORPORATION COMMISSION

IN THE MATTER OF QWEST
COMMUNICATIONS INTERNATIONAL
INC.'S, QWEST SERVICES
CORPORATION'S, AND QWEST
CORPORATION'S NOTICE OF SALE,
REQUEST FOR WAIVER, OR
APPLICATION FOR APPROVAL OF THE
SALE OF THE ARIZONA OPERATIONS OF
QWEST DEX, INC.

DOCKET No. T-01051B-02-0666

**QWEST'S RESPONSE TO WORLDCOM,
INC.'S APPLICATION FOR
INTERVENTION**

Qwest Corporation ("Qwest") hereby responds to the Application for Intervention filed in this matter by WorldCom, Inc. ("WorldCom"), on October 25, 2002 ("Application"). Arizona law does not authorize intervention by WorldCom. The Application, therefore, should be denied.

Pursuant to Arizona Administrative Code ("A.A.C.") R14-3-105, intervention may be granted only if the applicant for intervention demonstrates that its interests are "directly and substantially affected" by the proceeding. The rule further provides that "[n]o application to intervene shall be granted where by so doing the issues theretofore presented will be unduly broadened" *Id.* In an apparent attempt to satisfy these regulatory standards, the Application summarily concludes that WorldCom's request for intervention satisfies the requirements of

1 A.A.C. R14-3-105. Such conclusory allegations are insufficient to provide a basis for granting
2 intervention. *See also* Rule 7(b), Arizona Rules of Civil Procedure (requiring such motions to
3 state with particularity the grounds on which intervention is sought).

4 The Application further states that:

5 1. WorldCom's regulated subsidiaries entered into interconnection
6 agreements with Qwest, the provisions of which require Qwest to provide certain
7 directory listing service.

8 Application at 2.

9 WorldCom's reliance on its status as a competitor and customer of Qwest as the basis for
10 its claim that it may be affected by this docket does not create a legal interest that justifies
11 intervention. First, WorldCom purchases unbundled network elements and interconnection
12 services from Qwest through its interconnection agreement with Qwest. The prices WorldCom
13 pays for such services are not affected by the directory imputation incorporated in the current
14 Price Cap Plan. The A.A.C. R14-2-803 notice filed by Qwest Communications International, Inc.
15 ("QCI"), Qwest Services Corporation ("QSC"), and Qwest does not raise any issues relating to
16 the provision of wholesale services by the regulated public service corporation. To the contrary,
17 the application clearly demonstrates that the regulated operations of Qwest will be unchanged by
18 the proposed sale. Specifically, the sale will not result in: (1) increased capital costs to Qwest;
19 (2) additional costs allocated to the Arizona jurisdiction; or (3) a reduction of Qwest's net
20 operating income. The sale will not impair Qwest's financial status, prevent Qwest from
21 attracting capital at fair and reasonable term, or impair its ability to provide safe, reasonable and
22 adequate service. In short, Qwest's corporate structure and its operations in Arizona will be
23 unaffected by the sale.

24 Further, to the extent that WorldCom has interconnection agreements arbitrated under the
25 Telecommunications Act of 1996 (the "Act") with Qwest governing the provision of directory
26 service, these agreements are not at issue in this docket. To the extent that it has agreements with

1 Qwest Dex, these agreements are also unaffected by this docket. Once again, WorldCom does
2 not make any showing that there is a connection between compliance with Section 251 of the Act,
3 its interconnection agreements, and approval of the Dex sale.

4 In these circumstances, WorldCom has not demonstrated and cannot demonstrate that its
5 legal interests may be directly and substantially affected by the sale of Dex's Arizona assets. See
6 A.A.C. R14-3-105. Alternatively, if the Commission is inclined to permit WorldCom's
7 intervention, it should limit such intervention to the sole issue of the impact of the Dex sale on
8 WorldCom's interconnection agreements with the regulated entity, Qwest.

9 DATED this 4th day of November, 2002.

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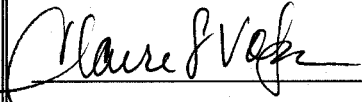
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